

# **APPENDIX**

**1. Barclays Bank PLC**

Barclays Bank PLC (“BBPLC”) is a financial institution organized under the laws of England and Wales with its headquarters located in London, England. Hyon Decl. ¶¶ 4–5. BBPLC is not incorporated or headquartered in New York or in any other state in the United States. *Id.* BBPLC has 34 worldwide branches, only two of which are located in the United States (New York and Florida). *Id.* ¶ 8. Moreover, BBPLC owns no real estate in the United States. *Id.* ¶ 10. In 2016, over 95% of BBPLC revenue was generated from outside of the United States. *Id.* ¶ 11. As of June 30, 2017, over 99% of BBPLC’s employees were located outside the United States. *Id.* ¶ 13.

*Source:* Declaration of Elizabeth Hyon, dated August 10, 2017.

**2. HSBC Holdings plc and HSBC Bank plc**

HSBC Holdings plc is a public limited company incorporated under the laws of England and Wales, with its registered office in London, England. Chambers Decl. ¶ 3. It is not incorporated in New York or in any other state in the United States. *Id.* ¶ 4. During the putative class period (December 1, 2007 to December 31, 2013), HSBC Holdings plc did not have any offices, branches, or other regular place of business in New York or in any other state in the United States. *Id.* ¶ 5. HSBC Holdings plc is a holding company, not a bank. *Id.* ¶ 6. It does not have any foreign exchange trading operations. *Id.*

HSBC Bank plc is a public limited company incorporated under the laws of England and Wales, with its headquarters and principal place of business in London, England. Black Decl. ¶ 3. It is not incorporated in New York or in any other state in the United States. *Id.* ¶ 4. HSBC Bank plc currently has no offices, branches, or other regular place of business in New York or in any other state in the United States, and did not have any offices, branches, or other regular

places of business in New York or in any other state in the United States during the putative class period (December 1, 2007 to December 31, 2013). *Id.* ¶ 5. HSBC Bank plc has no direct or indirect subsidiaries incorporated in, or having a principal place of business in, New York or any other state in the United States. *Id.* ¶ 6.

Both HSBC Holdings plc and HSBC Bank plc maintain separate books and records and a separate corporate existence from their respective subsidiaries and affiliates in the United States. Chambers Decl. ¶ 7; Black Decl. ¶ 7.

In 2015, approximately 48% of HSBC Holdings plc's external net operating income (before loan impairment charges and other credit risk provisions), attributable to countries on the basis of the location of the subsidiary or branch responsible for reporting the results or advancing the funds, was derived from the United Kingdom and Hong Kong. Francis Decl. ¶ 3.

Approximately 91% of HSBC Holdings plc's external net operating income (before loan impairment charges and other credit risk provisions) was derived from outside of the United States in 2015. *Id.* In 2016, approximately 89% of HSBC Holdings plc's external net operating income (before loan impairment charges and other credit risk provisions) was derived from outside of the United States. *Id.* ¶ 4.

In 2015, approximately 75% of HSBC Bank plc's external net operating income (before loan impairment charges and other credit risk provisions), attributed to countries on the basis of customer location, was derived from the United Kingdom. Francis Decl. ¶ 5. Only approximately 4% of HSBC Bank plc's external net operating income (before loan impairment charges and other credit risk provisions) was attributable to countries other than the United Kingdom, France, Germany, and Turkey. *Id.* In 2016, approximately 75% of HSBC Bank plc's external net operating income (before loan impairment charges and other credit risk provisions),

attributed to countries on the basis of customer location, was derived from the United Kingdom. *Id.* ¶ 6. Only approximately 4% of HSBC Bank plc’s external net operating income (before loan impairment charges and other credit risk provisions) was attributable to countries other than the United Kingdom, France, Germany, and Turkey. *Id.*

*Sources:* Declaration of Nicola S. Black, dated June 8, 2017; Declaration of Mark Chambers, dated June 8, 2017; Declaration of Gavin A. Francis, dated June 13, 2017.

3. **The Royal Bank of Scotland Group plc**

Defendant The Royal Bank of Scotland Group plc (“RBS”) is a United Kingdom bank holding company headquartered and incorporated in Scotland, United Kingdom, with its principal office in Gogarburn, Edinburgh, EH12 1HQ. Gougherty Decl. ¶ 3. RBS’s principal place of business is the United Kingdom. *Id.* ¶ 3. RBS has no offices or operations in New York or anywhere else in the United States. *Id.* ¶ 4. As a bank holding company, RBS is not in the business of engaging in foreign-exchange transactions in New York, in the United States, or anywhere else. *Id.* ¶ 5. As reported in RBS’s 2015 annual report, only 1.9% of the revenue generated by the RBS family of operating subsidiaries in 2015 was attributable to the United States (versus 87.2% from the United Kingdom). *Id.* ¶ 6.

*Source:* Declaration of William Gougherty, dated August 4, 2017.

4. **UBS AG**

UBS AG is the successor to the Bank in Winterthur, a Swiss financial institution founded in 1862. Connors Decl. ¶ 3. UBS AG is and always has been incorporated in Switzerland. *Id.* Its global headquarters and principal place of business are located in two Swiss cities, Zurich and Basel, at Bahnhofstrasse 45, 8001 Zurich, and Aeschenvorstadt 1, 4051 Basel, respectively. *Id.* UBS is Switzerland’s largest bank. *Id.* ¶ 4. UBS AG operates in more than 50 countries

worldwide. *Id.* UBS AG maintains licensed branches in only five states: Connecticut, Florida, Illinois, New York, and California. *Id.* ¶ 5. UBS AG has four branches in New York, two branches in each of California and Florida, and one in each of Connecticut and Illinois. *Id.* As of 2016, the majority of UBS AG's total operating income was attributable to regions outside of the United States. *Id.* ¶ 6. As of June 2017, UBS AG's records reflect that it has more than 57,660 full-time employees, with fewer than 3,700 of its full-time employees located in New York. *Id.* ¶ 7.

*Source:* Declaration of John Connors, dated June 15, 2017.

**5. The Bank of Tokyo-Mitsubishi UFJ, Ltd.**

BTMU is a financial institution incorporated and headquartered in Japan, with its principal place of business in Japan. Sabella Decl. ¶ 2. As of March 31, 2015, BTMU had over 700 branches in Japan and 75 branches, representative offices or other offices in more than 40 other countries around the world. *Id.* ¶ 3. At all relevant times, BTMU's operations in the United States (and, by extension, New York) were small, particularly relative to its total global operations. *Id.* ¶¶ 4–7. For fiscal years ending March 31, 2011 through March 31, 2015, BTMU had one branch in New York, and, depending on the specific time period, two to four other branches and seven to nine other banking or representative offices or agencies in the United States. *Id.* ¶¶ 4–5. For the fiscal years ending March 31, 2011 through March 31, 2014, all of BTMU's branches and offices in the United States generated less than 6.75% of BTMU's total gross revenue and less than 7.6% of its ordinary profit. *Id.* ¶ 6. During those same years, less than 6.3% of BTMU's total full-time employees worldwide were located in the United States. *Id.* ¶ 7.

*Source:* Dominick R. Sabella’s Declaration in Support of The Bank of Tokyo-Mitsubishi UFJ, Ltd.’s Motion to Dismiss for Lack of Personal Jurisdiction, dated November 20, 2015—submitted in *In re Foreign Exchange Benchmark Rates Antitrust Litigation*, No. 13 Civ. 7789, ECF No. 504.

**6. Société Générale**

Société Générale is, and at all times relevant to this litigation was, a limited liability company (*société anonyme*) incorporated in France. Bourrinet Decl. ¶ 2. Société Générale’s headquarters are in Paris, France. *Id.* Société Générale has two branches in the United States, one in New York, New York and the other in Chicago, Illinois. *Id.* ¶ 5. The United States operations of the Société Générale Group comprise a small portion of the worldwide activities of the Société Générale Group. *Id.* ¶ 6. For example, in 2014, Société Générale Group as a whole generated €23.6 billion in net banking income. *Id.* Of that amount, almost half, €10.6 billion, was derived from France, compared to only €1.2 billion derived from the United States. *Id.* The amount derived from the United States therefore represents only about 5% of the total net banking income of Société Générale. *Id.* Similarly, at the end of 2014, Société Générale had a total of 43,290 employees in France alone. *Id.* ¶ 7. By comparison, Société Générale had a total of approximately 493 employees in the United States at the end of 2014. *Id.* In other words, at most, just 1.2% of Société Générale’s total workforce is employed in the United States. The facts set forth above are not materially different at any point during the putative class period. *See id.* ¶¶ 6, 7. Further, Société Générale’s FX business is headquartered in Europe. *Id.* ¶ 9.

*Source:* Declaration of Dominique Bourrinet, dated July 17, 2017.

**7. Standard Chartered Bank**

Standard Chartered Bank (“SCB”) is incorporated under the laws of England by Royal

Charter with its headquarters located in London, United Kingdom. McAll Decl. ¶¶ 2–3. SCB is not incorporated or headquartered in New York or in any other state in the United States. *Id.*

SCB is an indirect subsidiary of Standard Chartered PLC, which is incorporated under the laws of England and Wales and headquartered in London, United Kingdom. *Id.* ¶¶ 4–6. Since 2007, SCB, including its own subsidiaries and branches, has had offices in more than 50 countries and more than 66,000 employees. *Id.* ¶ 7. During that time, SCB had only one (1) branch office in New York, which is located in New York, New York. *Id.* ¶ 8. SCB has seven (7) other locations in the United States (including data centers with no employees). *Id.* ¶ 9. SCB’s U.S. headcount represents less than two percent (2%) of the employees of SCB (including its subsidiaries) worldwide. *Id.* ¶ 10. SCB’s offices in the United States collectively generated between one and five percent (1% – 5%) of SCB’s worldwide pre-tax income between 2007 through 2015, except in two years. *Id.* ¶ 11. In 2012 and 2015, SCB’s offices in the United States collectively generated approximately six percent (6%) of SCB’s worldwide pre-tax income. *Id.*

Unless otherwise noted, the facts set forth above describe SCB’s business at the time of the filing of the Complaint and were not materially different during the putative class period. *Id.* ¶ 1.

*Source:* Declaration of Barbara McAll, dated January 20, 2017.